

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

DELPHI CORPORATION, et al.,
Debtors.

Chapter 11

Case No. 05-44481 (RDD)
(Jointly Administered)

**VERIFIED STATEMENT UNDER
FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019
OF COOLEY GODWARD LLP**

Pursuant to Federal Rule of Bankruptcy Procedure 2019, Cooley Godward LLP (“Cooley”) submits this verified statement and represents as follows:

1. Cooley Godward LLP currently represents the following creditors and parties-in-interest in the above-styled cases:

(a) BEI Technologies, Inc. and BEI Sensors & Systems Company (collectively, “BEI”), 2700 Systron Drive, Concord, California 94518-1399; and
(b) OSRAM Opto Semiconductors Inc. (“OSRAM”), 3870 North First Street, San Jose, California 95134.

2. BEI is a supplier to one or more of the Debtors, is a creditor and reclamation claimant, and may hold setoff rights. The amount of BEI’s claim is being determined.

3. OSRAM is a supplier to one or more of the Debtors, is a creditor and reclamation claimant, and may hold setoff rights. The amount of OSRAM’s claim is being determined.

4. Cooley is representing each of the listed parties-in-interest individually in the Debtors’ cases; the clients do not compromise a committee.

5. Cooley has no written contracts with the entities described in paragraph 1, other than ordinary retainer/engagement letters.

6. Upon information and belief formed after due inquiry, as of the date hereof, Cooley does not hold any claims against, or equity interests in, the Debtors.

7. Cooley hereby expressly reserves the right to supplement and/or amend this statement in any respect.

After due inquiry, I verify under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Dated: November 9, 2005

COOLEY GODWARD LLP

/s/ Robert L. Eisenbach III
Robert L. Eisenbach III (CA State Bar #124896)
Gregg S. Kleiner (CA State Bar #141311)
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Attorneys for Creditors
BEI Technologies, Inc.,
BEI Sensors & Systems Company, and
OSRAM Opto Semiconductors Inc.

PROOF OF SERVICE

I, Kris Tsao Cachia, hereby declare:

I am employed in the City of San Francisco, County of San Francisco, California in the office of a member of the bar of this court at whose direction the following service was made. I am over the age of eighteen years and not a party to the within action. My business address is Cooley Godward LLP, 101 California Street, 5th Floor, San Francisco, California 94111-5800.

On November 9, 2005, I served the foregoing document(s) described as:

VERIFIED STATEMENT UNDER FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019 OF COOLEY GODWARD LLP

on the interested parties in this action by placing a true copy(ies) thereof, on the above date, enclosed in sealed envelopes for service and prepared for processing as described below, and addressed and served in the manner indicated on the attached service list:

Counsel for the Debtors

John Wm. Butler Jr., Partner
John K. Lyons, Partner
Ron E. Meisler, Associate
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive, Suite 2100
Chicago, IL 60606

Counsel for the Debtors

Kayalyn A. Marafioti, Partner
Thomas J. Matz, Counsel
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Four Times Square
New York, NY 10036

Counsel to Creditors' Committee

Robert J. Rosenberg, Partner
Latham & Watkins LLP
885 Third Avenue, Suite 1000
New York, NY 10022-4834

United States Trustee

Deirdre A. Martini
U.S. Department of Justice
Office of the United States Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004-2111

XX (BY FIRST CLASS MAIL) I am personally and readily familiar with the business practice of Cooley Godward LLP for collection and processing of correspondence for mailing with the United States Postal Service, pursuant to which mail placed for collection at designated stations in the ordinary course of business is deposited the same day, proper postage prepaid, with the United States Postal Service.

* * * * *

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct, and that this declaration was executed on November 9, 2005 at San Francisco, California.

/s/ Kris Tsao Cachia

Kris Tsao Cachia